

AMENDMENT NO. 1
TO HOST COMMUNITY AGREEMENT
BY AND BETWEEN
CITY OF AMESBURY
AND
ALTERNATIVE THERAPIES GROUP, INC.

This Amendment No. 1 is made and entered into this 23 day of April, 2020, by and between the City of Amesbury, acting by and through its Mayor (hereinafter referred to as the “City”), with a usual place of business of 62 Friend Street, Amesbury, MA 01913, and Alternative Therapies Group, Inc., a Massachusetts not-for-profit corporation, with a usual place of business of 24R Pleasant St, Unit 2, Newburyport, MA, 01950 (hereinafter referred to as the “Company”).

WITNESSETH

WHEREAS, on April 3, 2018, the City entered into a Host Community Agreement with the Company (the “Agreement”); and

WHEREAS, Sections 12 and 13 of the Agreement allow for assignment and transfer of the Agreement and any interest therein with written consent of the City; and

WHEREAS, Section 13 of the Agreement provides that the Agreement is binding upon successors and assigns; and

WHEREAS, Section 18 of the Agreement allows for amendment of the Agreement by a written document executed by both parties; and

WHEREAS, the Company wishes to assign and transfer the Agreement to Alternative Therapies Group II, Inc. (“ATG II”), pursuant to a transaction (the “Transaction”) currently pending approval by the Massachusetts Cannabis Control Commission (the “CCC”) in which the Company has proposed to transfer the medical and adult-use retail cannabis licenses it currently owns to ATG II; and

WHEREAS, the parties wish to amend the Agreement to provide for the City’s consent to assignment and transfer of the Agreement and interests therein applicable to medical and adult-use retail operations from the Company to ATG II.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties hereto mutually agree as follows:

1. Assignment and Transfer

- a. The Agreement as applicable to medical and adult-use retail operations to be conducted at 49 Macy Street, Amesbury MA is hereby assigned and interests therein transferred from the Company to Alternative Therapies Group II, Inc.
- b. The Agreement as applicable to cultivation and production operations to be conducted at 10 Industrial Way, Amesbury MA shall continue to apply to the Company.

2. Approval of Assignment and Transfer

Pursuant to and in accordance with the provisions of Sections 12 and 13 of the Agreement, pending approval of the Transaction by the CCC, the City hereby consents to the assignment of and transfer of interests in the portions of the Agreement from the Company to ATG II as specified in Section 1 herein. To be clear, such assignment and transfer shall not be effective until or unless the CCC approves the Transaction. The Company and ATG II shall provide notice to the City promptly upon receiving the CCC's approval of the Transaction.

3. The parties agree that all other provisions of the Agreement shall remain the same and shall continue in full force and effect.

4. This Amendment, together with the other components of the Agreement documents, constitutes the entire agreement between the parties, with no other agreements other than those incorporated herein.


IN WITNESS WHEREOF, the parties hereto have executed this Amendment on the day and year first above written.

CITY OF AMESBURY



Kassandra Gove, Mayor


ALTERNATIVE THERAPIES
GROUP, INC.



Christopher Edwards, Executive Director

Acknowledged and accepted:

ALTERNATIVE THERAPIES
GROUP II, INC.



Daniel Talbot, President